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- and -

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
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EXHIBIT D-19
RETENTION / FEE MATTERS (SASM&F)
339.5 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Retention / Fee Matters (SASM&F)

Bill Date: 07/31/06
Bill Number: 1128095

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	06/09/06	1.20	CONTINUE TO REVIEW MONTHLY COMPENSATION PACKAGE FOR MAY, 2006 (1.2).
BUTLER, JR. J	06/25/06	0.90	CONTINUE TO REVIEW MONTHLY COMPENSATION PACKAGE FOR MAY, 2006 (0.6); EMAIL TO D. SHERBIN RE FEE COMMITTEE MATTERS (0.3).
BUTLER, JR. J	06/28/06	2.30	CONTINUE TO REVIEW MONTHLY COMPENSATION PACKAGE FOR MAY, 2006 (1.7); REVIEW FEE COMMITTEE MATERIALS (0.4); EMAIL AND TELECONFERENCE TO D. SHERBIN RE: SAME (0.2).
BUTLER, JR. J	06/29/06	1.60	CONTINUE TO REVIEW MONTHLY COMPENSATION PACKAGE FOR MAY, 2006 (1.6).
BUTLER, JR. J	06/30/06	0.60	COMPLETE WORK ON MONTHLY COMPENSATION PACKAGE FOR MAY, 2006 (0.4); DRAFT TRANSMITTAL LETTER (0.2).
		6.60	
Total Partner		6.60	
HERRIOTT AV	06/30/06	3.80	ASSIST WITH PREPARATION AND REVIEW OF MONTHLY COMPENSATION PACKAGE FOR MAY (3.8).
		3.80	
ZAMBRANO K	06/27/06	0.20	REVIEW SKADDEN'S SECOND FEE APPLICATION (0.2).
ZAMBRANO K	06/30/06	2.10	BEGIN RESEARCHING RE: FEE APPLICATION (2.1).
		2.30	
Total Associate		6.10	
ZSOLDOS AF	06/06/06	0.30	PREPARE DISCLOSURE LIST FOR ATTORNEY REVIEW (0.3).
ZSOLDOS AF	06/22/06	1.00	PREPARE SECOND SUPPLEMENTAL DISCLOSURE RESULTS (0.6); UPDATE CHART (0.4).
ZSOLDOS AF	06/23/06	1.20	ORGANIZE SECOND SUPPLEMENTAL DISCLOSURE RESULTS (1.2).
		2.50	
Total Legal Assistant		2.50	
TOTAL TIME		<u>15.20</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Retention / Fee Matters (SASM&F)

Bill Date: 07/31/06
Bill Number: 1128095

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	06/02/06	Copy Center, D	16.76
In-house Reproduction	06/16/06	Copy Center, D	94.88
In-house Reproduction	06/30/06	Copy Center, D	15.36
TOTAL IN-HOUSE REPRODUCTION			\$127.00
Telephone Expense	06/30/06	Telecommunications, D	0.53
Telephone Expense	06/30/06	Telecommunications, D	0.43
Telephone Expense	06/30/06	Telecommunications, D	0.04
TOTAL TELEPHONE EXPENSE			\$1.00
Non-standard/Outside Reproduction	05/31/06	Landmark Document Services	2,615.00
TOTAL NON-STANDARD/OUTSIDE REPRODUCTION			\$2,615.00
Westlaw	06/29/06	Fallon D	479.00
TOTAL WESTLAW			\$479.00
Messengers/ Courier	05/31/06	Dist Serv/Mail/Page, D	20.27
Messengers/ Courier	05/31/06	Dist Serv/Mail/Page, D	20.27
Messengers/ Courier	05/31/06	Dist Serv/Mail/Page, D	20.27
Messengers/ Courier	05/31/06	Dist Serv/Mail/Page, D	20.27
Messengers/ Courier	05/31/06	Dist Serv/Mail/Page, D	20.27
Messengers/ Courier	05/31/06	Dist Serv/Mail/Page, D	20.24
Messengers/ Courier	05/31/06	Dist Serv/Mail/Page, D	20.27
Messengers/ Courier	06/02/06	Straightline Courier	34.89
Messengers/ Courier	06/02/06	Straightline Courier	32.71
Messengers/ Courier	06/04/06	Arrow Messenger Svc	25.69
Messengers/ Courier	06/04/06	Arrow Messenger Svc	24.85
TOTAL MESSENGERS/ COURIER			\$260.00
TOTAL MATTER			\$3,482.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Retention /Fee Matters (SASM&F)

Bill Date: 08/31/06
Bill Number: 1122597

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	07/24/06	0.60	CONTINUE TO REVIEW AND REVISE SECOND FEE APPLICATION (0.6).
BUTLER, JR. J	07/27/06	1.70	CONTINUE TO REVIEW AND REVISE SECOND FEE APPLICATION (1.7).
BUTLER, JR. J	07/30/06	1.40	CONTINUE TO REVIEW AND COMMENT ON SECOND FEE APPLICATION (1.2); REVIEW AND COMMENTS ON SUPPLEMENTAL DISCLOSURE AFFIDAVIT (0.2).
BUTLER, JR. J	07/31/06	2.10	REVIEW AND FINALIZE SECOND FEE APPLICATION (1.8); REVIEW AND FINALIZE SUPPLEMENTAL DISCLOSURE AFFIDAVIT (0.3).
		5.80	
MARAFIOTI KA	07/28/06	3.70	REVIEW AND REVISE FEE APPLICATION (3.7).
		3.70	
Total Partner		9.50	
CAMPANARIO ND	07/20/06	3.00	REVISE FEE APPLICATION (3.0).
		3.00	
HERRIOTT AV	07/10/06	4.90	DRAFT SECTIONS OF THE SECOND INTERIM FEE APPLICATION (4.9).
HERRIOTT AV	07/11/06	0.30	CONTINUE DRAFTING SECTIONS OF SECOND INTERIM FEE APPLICATION (0.3).
HERRIOTT AV	07/12/06	0.80	REVIEW AND REVISE RELEVANT SECTIONS OF SECOND INTERIM FEE APPLICATION INCLUDING BACKGROUND SECTION (0.8).
HERRIOTT AV	07/13/06	3.20	DRAFT, REVIEW AND REVISE SECTIONS OF SECOND INTERIM FEE APPLICATION (3.2).
		9.20	
JJINGO MJ	07/11/06	0.60	REVIEW CERTAIN SECTION OF SKADDEN'S SECOND FEE APPLICATION (0.6).
JJINGO MJ	07/12/06	2.20	CONTINUE TO REVIEW AND REVISE SECTIONS OF SKADDEN'S FEE APPLICATION (2.2).
		2.80	
KOHUT RD	07/11/06	2.00	FEE APPLICATION DRAFTING (2.0).
KOHUT RD	07/12/06	3.70	FEE APPLICATION REVIEW (2.3) DRAFTING OF FEE APPLICATION SUMMARY (1.4).
		5.70	
MEISLER RE	07/11/06	0.50	BEGIN TO REVIEW AND REVISE SECOND INTERIM FEE APPLICATION (0.5).

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MEISLER RE	07/12/06	0.90	CONTINUE TO REVIEW AND REVISE FEE APPLICATION (0.9).
MEISLER RE	07/13/06	0.50	CONTINUE TO REVIEW AND COMMENT ON SECOND INTERIM FEE APPLICATION (0.5).
MEISLER RE	07/16/06	2.00	CONTINUE TO REVIEW AND REVISE FEE APPLICATION (2.0).
MEISLER RE	07/18/06	2.80	REVIEW AND REVISE SECOND INTERIM FEE APPLICATION (2.8).
MEISLER RE	07/19/06	2.70	CONTINUE TO REVIEW AND REVISE FEE APPLICATION (2.7).
MEISLER RE	07/20/06	1.00	CONFERENCE WITH K. ZAMBRANO RE: REVISIONS TO FEE APPLICATION (0.5); REVIEW REVISIONS RE: SAME (0.3); CONFERENCE WITH J. WHARTON RE: SUPPLEMENTAL DECLARATION (0.2).
MEISLER RE	07/21/06	4.40	CONTINUED TO REVIEW AND REVISE SECOND INTERIM FEE APPLICATION (4.4).
MEISLER RE	07/25/06	1.00	CONTINUE TO REVIEW AND REVISE SECOND INTERIM FEE APPLICATION (0.6); REVIEW DISCLOSURE RESEARCH (0.4).
MEISLER RE	07/28/06	2.10	CONTINUE TO REVIEW AND REVISE FEE APPLICATION (1.5); REVIEW AND EDIT SUPPLEMENTAL DECLARATION (0.6).
MEISLER RE	07/31/06	10.70	CONTINUE TO REVIEW, REVISE AND FINALIZE FEE APPLICATION (10.2); CONTINUE TO REVIEW SUPPLEMENTAL DECLARATION (0.5).
		28.60	
PERL MW	07/14/06	8.90	BEGIN REVIEW OF MONTHLY FEE STATEMENT AND COMPILE TABLES FOR SKADDEN'S SECOND INTERIM FEE APPLICATION (8.9).
PERL MW	07/15/06	1.10	CONTINUE TO WORK ON SKADDEN'S SECOND INTERIM FEE APPLICATION (1.1).
PERL MW	07/16/06	2.10	CONTINUE TO REVIEW AND UPDATE SKADDEN'S SECOND INTERIM FEE APPLICATION, INCLUDING STRAGIZING RE: SAME (2.1).
PERL MW	07/17/06	4.70	REVIEW AND REVISE SKADDEN'S SECOND INTERIM FEE APPLICATION (4.7).
PERL MW	07/18/06	2.20	REVIEW AND REVISE SKADDEN'S SECOND INTERIM FEE APPLICATION (2.2).
PERL MW	07/20/06	4.80	REVIEW AND REVISE SKADDEN'S SECOND INTERIM FEE APPLICATION (4.8).
PERL MW	07/21/06	4.90	REVIEW AND REVISE SKADDEN'S SECOND INTERIM FEE APPLICATION (1.1); BEGIN WORKING ON EXHIBIT PREPARATION FOR SAME (0.5); CONTINUE REVIEW OF DISCLOSURE RESEARCH IN CONNECTION WITH SKADDEN'S SECOND SUPPLEMENTAL DISCLOSURE AFFIDAVIT (3.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

PERL MW	07/22/06	1.70	CONTINUE REVIEW OF DISCLOSURE RESEARCH IN CONNECTION WITH SKADDEN'S SECOND SUPPLEMENTAL DISCLOSURE AFFIDAVIT (1.5); REVIEW EXHIBITS TO FEE APPLICATION (0.2).
PERL MW	07/23/06	2.70	CONTINUE REVIEW OF DISCLOSURE RESEARCH IN CONNECTION WITH SKADDEN'S SECOND SUPPLEMENTAL DISCLOSURE AFFIDAVIT (1.3); PREPARE EXHIBITS TO SKADDEN'S SECOND INTERIM FEE APPLICATION (1.4).
PERL MW	07/24/06	3.30	CONTINUE TO PREPARE EXHIBITS FOR SKADDEN'S SECOND INTERIM FEE APPLICATION (3.3).
PERL MW	07/25/06	1.80	CONTINUE TO REVIEW AND REVISE SKADDEN'S SECOND INTERIM FEE APPLICATION (1.6); REVIEW FEE APPLICATION NOTICE (0.2).
PERL MW	07/26/06	1.60	PREPARE TIME DETAIL EXHIBITS FOR SKADDEN'S SECOND INTERIM FEE APPLICATION (1.6).
PERL MW	07/28/06	6.80	REVISE SKADDEN'S SECOND INTERIM FEE APPLICATION TO INCORPORATE ADDITIONAL FEE ACCOMMODATIONS (2.2); CONTINUE TO REVIEW AND REVISE SKADDEN'S SECOND INTERIM FEE APPLICATION (1.6); PREPARE EXHIBITS FOR FILING (3.0).
PERL MW	07/29/06	1.10	CONSIDER INQUIRY RE: EXPENSE DATA ON SKADDEN'S SECOND INTERIM FEE APPLICATION (0.5) AND FOLLOW UP CORRESPONDENCE WITH WORKING GROUP RE: SAME (0.2); REVISE NOTICE OF SAME, INCLUDING REVIEW OF RELEVANT ORDERS (0.4).
PERL MW	07/31/06	9.50	REVIEW AND REVISE SKADDEN'S SECOND INTERIM FEE APPLICATION (6.3); REVIEW EXHIBITS AND COORDINATE RE: FILING OF SAME (2.6); FINALIZE NOTICE OF SECOND INTERIM FEE APPLICATION (0.6).
		57.20	
REESE RG	07/31/06	3.40	REVIEW AND REVISE SKADDEN SECOND FEE APPLICATION (3.4).
		3.40	
WHARTON JN	07/10/06	0.90	RESEARCH FOR 2ND SUPPLEMENTAL DISCLOSURE DECLARATION (0.9).
WHARTON JN	07/11/06	0.20	CONTINUE RESEARCH FOR SECOND SUPPLEMENTAL DISCLOSURE DECLARATION (0.2).
WHARTON JN	07/14/06	0.60	CONTINUE TO REVIEW RESULTS OF RESEARCH AND PREPARE SECOND SUPPLEMENTAL DISCLOSURE DECLARATION (0.6).
WHARTON JN	07/17/06	2.50	CONTINUE TO REVIEW RESULTS OF RESEARCH AND PREPARE SECOND SUPPLEMENTAL DISCLOSURE DECLARATION (2.5).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

WHARTON JN	07/18/06	2.10	CONTINUE TO REVIEW RESULTS OF RESEARCH AND PREPARE SECOND SUPPLEMENTAL DISCLOSURE DECLARATION (2.1).
WHARTON JN	07/19/06	0.70	CONTINUE TO WORK ON REVIEWING DISCLOSURE RESULTS AND SECOND SUPPLEMENTAL DISCLOSURE DECLARATION (0.7).
WHARTON JN	07/20/06	1.10	CONTINUE RESEARCH AND WORK ON SECOND SUPPLEMENTAL DECLARATION (1.1).
WHARTON JN	07/21/06	1.30	CONTINUE RESEARCH AND WORK ON SECOND SUPPLEMENTAL DECLARATION (1.3).
WHARTON JN	07/23/06	2.30	CONTINUE RESEARCH AND DRAFTING OF SECOND SUPPLEMENTAL DISCLOSURE DECLARATION (2.3).
WHARTON JN	07/24/06	1.10	CONTINUE TO REVIEW RESULTS OF RESEARCH AND PREPARE SECOND SUPPLEMENTAL DECLARATION (1.1).
WHARTON JN	07/25/06	0.80	CONTINUE TO REVIEW RESULTS OF RESEARCH AND PREPARE SECOND SUPPLEMENTAL DECLARATION (0.8).
WHARTON JN	07/26/06	2.70	CONTINUE TO REVIEW RESULTS OF RESEARCH AND PREPARE SECOND SUPPLEMENTAL DECLARATION (2.7).
WHARTON JN	07/27/06	4.40	CONTINUE TO REVIEW RESULTS OF RESEARCH AND WORK ON SECOND SUPPLEMENTAL DECLARATION (4.4).
WHARTON JN	07/28/06	3.70	CONTINUE TO PREPARE SECOND SUPPLEMENTAL DECLARATION (3.7).
WHARTON JN	07/31/06	1.30	FINISH PREPARING SECOND SUPPLEMENTAL DISCLOSURE DECLARATION (1.3).
		25.70	
ZAMBRANO K	07/05/06	3.30	BEGIN DRAFTING SECOND FEE APPLICATION (3.3).
ZAMBRANO K	07/06/06	5.70	CONTINUE DRAFTING SECOND FEE APPLICATION (5.7).
ZAMBRANO K	07/10/06	7.60	CONTINUE DRAFTING SECOND FEE APPLICATION (7.6).
ZAMBRANO K	07/11/06	7.20	CONTINUE DRAFTING SECOND FEE APPLICATION (7.2).
ZAMBRANO K	07/12/06	5.30	CONTINUE DRAFTING SECOND FEE APPLICATION (5.3).
ZAMBRANO K	07/13/06	6.20	CONTINUE DRAFTING SECOND FEE APPLICATION (6.2).
ZAMBRANO K	07/14/06	2.80	CONTINUE DRAFTING SECOND FEE APPLICATION (2.8).
ZAMBRANO K	07/20/06	4.20	REVIEW AND REVISE SECOND FEE APPLICATION (4.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ZAMBRANO K	07/21/06	5.80	REVIEW AND REVISE SECOND FEE APPLICATION (5.8).
ZAMBRANO K	07/25/06	1.80	REVIEW AND REVISE SECOND FEE APPLICATION (1.8).
ZAMBRANO K	07/28/06	2.30	REVISE AND REVISE SECOND FEE APPLICATION (2.3).
		52.20	
Total Associate		187.80	
DEMMA J	07/20/06	0.60	ASSIST WITH PREPARATION OF SECOND FEE APPLICATION (0.6).
DEMMA J	07/24/06	1.10	PREPARE EXHIBITS RE: TIME DETAIL FOR SECOND INTERIM FEE APPLICATION (1.1).
DEMMA J	07/25/06	3.10	ASSEMBLE EXHIBITS FOR SECOND INTERIM FEE APPLICATION (3.1).
DEMMA J	07/26/06	3.10	CONTINUE PREPARING EXHIBITS FOR SECOND INTERIM FEE APPLICATION (3.1).
DEMMA J	07/31/06	6.10	COORDINATE DISTRIBUTION OF SECOND INTERIM FEE APPLICATION (0.8); PREPARE EXHIBITS FOR SECOND INTERIM FEE APPLICATION (1.2); PREPARE/FILE SECOND INTERIM FEE APPLICATION (4.1).
		14.00	
ROSEN R	07/06/06	1.80	REVIEW JANUARY THROUGH MAY 2006 HEARING AGENDAS, UCC PRESENTATIONS AND COMPILE INFORMATION FOR UPCOMING FEE APPLICATION (1.8).
ROSEN R	07/11/06	1.40	INVESTIGATION, RESEARCH AND ASSIST TEAM ATTORNEY RE: COMPILING INFORMATION, SUPPORTING DOCUMENTS RE: SECOND INTERIM FEE APPLICATION (1.4).
ROSEN R	07/13/06	0.90	FURTHER ASSIST WITH COMPILING INFORMATION, SUPPORTING DOCUMENTS RE: SECOND INTERIM FEE APPLICATION (0.9).
ROSEN R	07/14/06	0.90	FURTHER ASSIST WITH COMPILING INFORMATION FOR SECOND INTERIM FEE APPLICATION (0.9).
ROSEN R	07/19/06	1.10	RESPOND TO TEAM ATTORNEYS' REQUESTS FOR INFORMATION, DOCUMENTS RE: SECOND INTERIM FEE APPLICATION (1.1).
ROSEN R	07/20/06	0.90	FURTHER RESPOND TO TEAM ATTORNEYS' REQUESTS FOR INFORMATION, DOCUMENTS RE: PREPARATION OF SECOND INTERIM FEE APPLICATION (0.9).
ROSEN R	07/24/06	0.70	PREPARE, FORWARD DRAFT 2ND INTERIM FEE APPLICATION NOTICE OF HEARING TO TEAM ATTORNEY (0.3); WORK ON FEE APPLICATION SPECIAL PARTIES SERVICE LIST (0.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ROSEN R	07/25/06	2.40	REVIEW CASE DOCKET, COMPILE AND FORWARD ALL INTERIM COMPENSATION ORDERS (0.8) AND CASE MANAGEMENT ORDERS (0.8) TO REQUESTING TEAM ATTORNEY IN CONNECTION WITH PREPARATION OF 2ND INTERIM FEE APPLICATION; REVIEW DRAFT NOTICE OF HEARING AND REVISE, UPDATE FEE APPLICATION SPECIAL PARTIES SERVICE LIST RE: SAME (0.5); REVIEW UPCOMING SERVICE PREPARATIONS WITH KCC, COPY SERVICE (0.3).
ROSEN R	07/26/06	0.90	RESPOND TO TEAM ATTORNEYS' REQUESTS FOR INFORMATION, DOCUMENTS RE: 2ND INTERIM FEE APPLICATION (0.9).
ROSEN R	07/27/06	0.90	FURTHER COMPILE, FORWARD INFORMATION, DOCUMENTS TO REQUESTING TEAM ATTORNEYS RE: PREPARATION OF 2ND INTERIM FEE APPLICATION (0.9).
ROSEN R	07/28/06	1.60	COMPILE. FORWARD INFORMATION, DOCUMENTS TO TEAM ATTORNEYS RE: PREPARATION OF 2ND INTERIM FEE APPLICATION (0.8); UPDATE, FORWARD AND REVIEW FEE APPLICATION SPECIAL PARTIES LIST, SERVICE PREPARATIONS WITH E. GERSHBIEN, KCC AND K. DOHERTY, LANDMARK RE: UPCOMING 7/31 2ND INTERIM FEE APPLICATION, NOTICE OF HEARING AND J. BUTLER SUPPLEMENTAL DECLARATION (0.8).
ROSEN R	07/31/06	7.30	REVIEW HEARING AGENDAS HELD DURING COMPENSATION PERIOD FOR INFORMATION RE: SECOND INTERIM FEE APPLICATION (1.6); RESEARCH, UPDATE SPECIAL PARTIES SERVICE LIST INFORMATION (0.9); COMPILE, FORWARD AND REVIEW SAME WITH LANDMARK RE: SERVICE (0.9); REVIEW, COORDINATE WITH KCC RE: SERVICE OF NOTICE OF HEARING (0.7); UPDATE AND FORWARD SPECIAL PARTIES SERVICE LIST TO TEAM ATTORNEY FOR USE BY SHEARMAN & STERLING (0.3); ASSIST WITH COMPILING, PREPARATION OF FEE APPLICATION, EXHIBITS AND FILING OF 2ND INTERIM FEE APPLICATION (2.9).

20.80

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

SALAZAR AG	07/18/06	0.20	RESPOND TO INQUIRY ON BRSQ (0.2).
SALAZAR AG	07/20/06	1.00	PREPARE AND SUBMIT SIXTH REQUEST RETENTION QUESTIONNAIRE (1.0).
SALAZAR AG	07/26/06	1.00	COLLECT FINAL OUTSTANDING QUESTIONNAIRE RESPONSES VIA EMAIL AND COLD CALLS TO ASSOCIATES (1.0).
SALAZAR AG	07/27/06	0.40	UPDATE RESPONSE CHART WITH NEW QUESTIONNAIRE REPLIES (0.4).
SALAZAR AG	07/28/06	0.20	UPDATE RESPONSE CHART WITH NEW QUESTIONNAIRES RECEIVED (0.2).
SALAZAR AG	07/31/06	0.90	UPDATE RESPONSE CHART WITH NEW QUESTIONNAIRES RECEIVED (0.2); COORDINATE WITH SHEARMAN AND KCC FOR FILING AND SERVICE OF FEE APPLICATION (0.7).
		3.70	

ZSOLDOS AF	07/05/06	0.80	RUN DISCLOSURE RESEARCH (0.3); CHECK ENTITIES VERSUS THOSE ALREADY RUN (0.3); UPDATE CHART OF ENTITIES CHECKED (0.2).
ZSOLDOS AF	07/12/06	0.90	PREPARE INSTRUCTIONS AND DISCLOSURE CHART FOR THIRD SUPPLEMENTAL DISCLOSURE CHECK (0.9).
ZSOLDOS AF	07/27/06	0.90	CHECK AFFILIATIONS OF CERTAIN DISCLOSURE PARTIES TO DELPHI (0.9).
ZSOLDOS AF	07/28/06	0.70	RESEARCH AFFILIATION OF VARIOUS DISCLOSURE PARTIES TO DELPHI (0.7).

3.30

Total Legal Assistant 41.80

TOTAL TIME 239.10

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Retention /Fee Matters (SASM&F)

Bill Date: 08/31/06
Bill Number: 1122597

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	07/14/06	Copy Center, D	133.53
In-house Reproduction	07/18/06	Copy Center, D	389.79
In-house Reproduction	07/21/06	Copy Center, D	0.60
In-house Reproduction	07/25/06	Copy Center, D	129.93
In-house Reproduction	07/28/06	Copy Center, D	98.15
TOTAL IN-HOUSE REPRODUCTION			\$752.00
Telephone Expense	07/28/06	Telecommunications, D	3.66
Telephone Expense	07/28/06	Telecommunications, D	5.25
Telephone Expense	07/28/06	Telecommunications, D	0.65
Telephone Expense	07/28/06	Telecommunications, D	0.44
TOTAL TELEPHONE EXPENSE			\$10.00
Messengers/ Courier	07/21/06	Straightline Courier	32.72
Messengers/ Courier	07/21/06	Dist Serv/Mail/Page, D	25.13
Messengers/ Courier	07/31/06	Dist Serv/Mail/Page, D	88.15
Messengers/ Courier	07/31/06	Dist Serv/Mail/Page, D	101.81
Messengers/ Courier	07/31/06	Dist Serv/Mail/Page, D	66.45
Messengers/ Courier	07/31/06	Dist Serv/Mail/Page, D	88.15
Messengers/ Courier	07/31/06	Dist Serv/Mail/Page, D	88.15
Messengers/ Courier	07/31/06	Dist Serv/Mail/Page, D	82.69
Messengers/ Courier	07/31/06	Dist Serv/Mail/Page, D	88.15
Messengers/ Courier	07/31/06	Dist Serv/Mail/Page, D	66.45
Messengers/ Courier	07/31/06	Dist Serv/Mail/Page, D	88.15
TOTAL MESSENGERS/ COURIER			\$816.00
Telco-Non Astra	07/28/06	Telecommunications, D	19.00
TOTAL TELCO-NON ASTRA			\$19.00
TOTAL MATTER			\$1,597.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Retention /Fee Matters (SASM&F)

Bill Date: 09/30/06
Bill Number: 1128097

NAME	DATE	HOURS	DESCRIPTION
DIAZ LB*	08/01/06	5.30	REVISE AND FILE SECOND SUPPLEMENTAL DECLARATION (4.1); ANALYZE RESULTS FROM DISCLOSURE CHECKS (1.2).
		5.30	
MEISLER RE	08/01/06	0.40	REVIEW DISCLOSURE RESEARCH (0.1); POST FILING CONFIRMATIONS RE: FEE APPLICATION FILING (0.3).
MEISLER RE	08/02/06	0.20	REVIEW DISCLOSURE RESEARCH (0.2).
MEISLER RE	08/03/06	0.20	REVIEW DISCLOSURE RESEARCH (0.2).
MEISLER RE	08/04/06	0.30	REVIEW DISCLOSURE RESEARCH (0.3).
MEISLER RE	08/05/06	0.10	DRAFT CORRESPONDENCE TO K. BAMBACH RE: PROFESSIONAL FEES (0.1).
MEISLER RE	08/07/06	0.20	CONTINUE TO REVIEW DISCLOSURE RESEARCH (0.2).
MEISLER RE	08/14/06	0.20	REVIEW DISCLOSURE RESEARCH (0.2).
MEISLER RE	08/18/06	0.70	DRAFT CORRESPONDENCE RE: DISCLOSURE RESEARCH ON AD HOC TRADE COMMITTEE (0.2); ANALYSIS OF FEE APPLICATION TIME DETAIL (0.5).
MEISLER RE	08/19/06	0.30	REVIEW LIST OF PARTIES TO BE RESEARCHED FOR DISCLOSURE (0.3).
MEISLER RE	08/25/06	0.20	ATTENTION TO DISCLOSURE RESEARCH RE: IBJTC (0.2).
		2.80	
PERL MW	08/01/06	4.30	REVIEW SECOND INTERIM FEE APPLICATION EXHIBITS IN CONNECTION WITH IMAGING ERROR ON DOCKET (1.4); REVIEW REVISED EXHIBITS AND COORDINATE FILING OF SAME (2.9).
PERL MW	08/02/06	0.90	ASSIST WITH FINALIZING SKADDEN'S SECOND INTERIM FEE APPLICATION EXHIBITS AND UPDATING DOCKET ENTRY RE: SAME (0.9).
PERL MW	08/03/06	0.70	REVIEW AND PROVIDE COMMENTS ON AFFIDAVIT OF SERIVE IN CONNECTION WITH FEE APP (0.4), INCLUDING REVIEW OF FEE APPLICATION EXHIBITS (0.3).
PERL MW	08/08/06	1.60	PREPARE MODIFIED FEE DETAIL FOR SKADDEN'S FIRST INTERIM FEE APPLICATION (1.6).
PERL MW	08/09/06	0.90	PREPARE MODIFIED TIME DETAIL FOR SKADDEN'S FIRST INTERIM FEE APPLICATION (0.9).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

PERL MW	08/10/06	1.10	CONTINUE TO REVIEW AND COMPILE MODIFIED TIME DETAIL FOR SKADDEN'S FIRST INTERIM FEE APPLICATION (1.1).
		9.50	
WHARTON JN	08/01/06	0.90	CONTINUE TO PREPARE AND FINALIZE FOR FILING OF SECOND SUPPLEMENTAL DISCLOSURE DECLARATION (0.9).
WHARTON JN	08/02/06	0.60	REVIEW DISCLOSURE RESEARCH RESULTS (0.6).
WHARTON JN	08/03/06	0.30	CONTINUE TO REVIEW DISCLOSURE RESEARCH RESULTS FOR THIRD SUPPLEMENTAL DISCLOSURE DECLARATION (0.3).
WHARTON JN	08/04/06	1.70	CONTINUE TO REVIEW RESULTS OF DISCLOSURE RESEARCH (1.7).
WHARTON JN	08/14/06	0.40	CONTINUE TO REVIEW DISCLOSURE RESEARCH RESULTS (0.4).
WHARTON JN	08/16/06	0.50	CONTINUE TO REVIEW CONNECTIONS AND DISCLOSURE RESEARCH FOR THIRD SUPPLEMENTAL DISCLOSURE DECLARATION (0.5).
WHARTON JN	08/21/06	1.10	CONTINUE CONNECTIONS AND DISCLOSURE RESEARCH FOR THIRD SUPPLEMENTAL DISCLOSURE DECLARATION (1.1).
WHARTON JN	08/22/06	1.40	CONTINUE CONNECTIONS AND DISCLOSURE RESEARCH FOR THIRD SUPPLEMENTAL DISCLOSURE DECLARATION (1.4).
WHARTON JN	08/28/06	0.90	CONTINUE CONNECTIONS AND DISCLOSURE RESEARCH FOR THIRD SUPPLEMENTAL DISCLOSURE DECLARATION (0.9).
WHARTON JN	08/29/06	0.30	CONTINUE CONNECTIONS AND DISCLOSURE RESEARCH FOR THIRD SUPPLEMENTAL DISCLOSURE DECLARATION (0.3).
		8.10	
Total Associate/Law Clerk		25.70	
DEMMA J	08/01/06	6.00	FOLLOW UP WITH ECF HELP DESK RE: SECOND INTERIM FEE APPLICATION (0.6); PREPARE AFFIDAVIT OF SERVICE RE: SECOND INTERIM FEE APPLICATION (0.6); REVIEW FILED AND CORRECTED FEE APPLICATION EXHIBITS (2.6); PREPARE/FILE CORRECTED FEE APPLICATION EXHIBITS (1.6); PREPARE/FILE SECOND SUPPLEMENTAL DECLARATION OF J. BUTLER, JR (0.6).
DEMMA J	08/02/06	1.80	PREPARE LETTER TO ECF CORRECTIONS DEPARTMENT RE: CORRECTED FEE APPLICATION EXHIBITS (0.6); COORDINATE CORRECTION OF FEE APPLICATION EXHIBITS WITH ECF CORRECTION DEPARTMENT (0.6); COORDINATE CORRECTION OF DOCKET WITH KCC (0.6).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

DEMMA J	08/03/06	3.10	PREPARE/UPDATE/FILE AFFIDAVIT OF SERVICE RE: SECOND INTERIM FEE APPLICATION (3.1).
DEMMA J	08/04/06	2.10	PREPARE LIST OF PROFESSIONALS FOR DISCLOSURE RESEARCH MEMO (2.1).
		13.00	
ZSOLDOS AF	08/02/06	1.40	RUN NEW DISCLOSURE CHECK (0.4); UPDATE CHART ACCORDINGLY (0.2); PREPARE FOR PRINTING THIRD SUPPLEMENTAL DISCLOSURE RESULTS (0.8).
ZSOLDOS AF	08/04/06	1.20	FILE THIRD SUPPLEMENTAL DISCLOSURE RESULTS (1.2).
ZSOLDOS AF	08/08/06	1.20	FILE AND ORGANIZE DISCLOSURE RESULTS (0.8); UPDATE MASTER DISCLOSURE CHART (0.4).
ZSOLDOS AF	08/21/06	1.50	CHECK DOCKET FOR NEW ENTITIES TO SUBMIT FOR DISCLOSURE REVIEW (0.6); SUBMIT NEW LIST OF DISCLOSURE ENTITIES (0.4); UPDATE LIST (0.5).
ZSOLDOS AF	08/22/06	3.40	FILE RESULTS (0.2); FIND AND SEND DISCLOSURE RESULTS FROM PRIMARY THROUGH THIRD SUPPLEMENTAL FOR REVIEW (3.2).
ZSOLDOS AF	08/24/06	0.80	CHECK NEW DISCLOSURE PARTIES WITH THOSE ALREADY RUN (0.3); RUN DISCLOSURE CHECK OF NEW ENTITIES (0.3); UPDATE LIST (0.2).
		9.50	
Total Legal Assistant		22.50	
TOTAL TIME		<u>48.20</u>	

* Law clerks are law school graduates who are not presently admitted to practice.

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Retention /Fee Matters (SASM&F)

Bill Date: 09/30/06
Bill Number: 1128097

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	08/01/06	Copy Center, D	17.60
In-house Reproduction	08/11/06	Copy Center, D	398.51
In-house Reproduction	08/18/06	Copy Center, D	905.79
In-house Reproduction	08/25/06	Copy Center, D	1.10
TOTAL IN-HOUSE REPRODUCTION			\$1,323.00
Telephone Expense	08/31/06	Telecommunications, D	2.88
Telephone Expense	08/31/06	Telecommunications, D	1.90
Telephone Expense	08/31/06	Telecommunications, D	0.01
Telephone Expense	08/31/06	Telecommunications, D	0.21
TOTAL TELEPHONE EXPENSE			\$5.00
TOTAL MATTER			\$1,328.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Retention /Fee Matters (SASM&F)

Bill Date: 10/31/06
Bill Number: 1127729

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	09/08/06	1.40	PREPARE FOR (0.3) AND PARTICIPATE IN (1.1) WORKING GROUP MEETING RE FEE COMMITTEE REQUIREMENTS AND GUIDELINES, NEXT STEPS.
		1.40	
MARAFIOTI KA	09/07/06	0.20	REVIEW CORRESPONDENCE FROM LCC RE: TIMEKEEPING PROCEDURES (0.2).
MARAFIOTI KA	09/08/06	1.10	TELECONFERENCE RE: LEGAL COST CONTROL (1.1).
MARAFIOTI KA	09/11/06	0.20	CONTINUE REVISION TO EXHIBIT D TO FIRST INTERIM FE APPLICATION (0.2).
		1.50	
Total Partner		2.90	
MATZ TJ	09/08/06	1.60	REVIEW COMMUNICATION FROM LEGAL COST CONTROL AND GUIDELINES REFERRED TO THEREIN RE: FEE STATEMENTS AND BUDGETS FOR IMPLEMENTATION (0.5); TELECONFERENCE WITH WORKING GROUP RE: LEGAL COST CONTROL'S DIRECTIVES RE: BILLING, FEE APPLICATIONS AND BUDGETS (1.1).
MATZ TJ	09/12/06	0.20	REVIEW SCREENING PROCEDURES RE: NEW ATTORNEY (0.2).
		1.80	
Total Counsel		1.80	
DIAZ LB*	09/15/06	6.90	ANALYZE DISCLOSURE CHECKS FOR 3RD SUPPLEMENTAL DECLARATION (6.9).
DIAZ LB*	09/19/06	7.30	ANALYZE DISCLOSURE CHECKS (7.3).
DIAZ LB*	09/20/06	2.10	ANALYZE RESULTS OF DISCLOSURE CHECKS (2.1).
		16.30	
HERRIOTT AV	09/08/06	1.10	CONFERENCE RE: PREPARATION OF MONTHLY FEE STATEMENTS IN ACCORDANCE WITH GUIDELINES FOR LEGAL COST CONTROL, INC (1.1).
		1.10	
JJINGO MJ	09/07/06	2.30	REVIEW FEE GUIDELINES MATERIALS (2.3).
		2.30	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	09/08/06	1.40	PREPARE FOR CALL RE: PROFESSIONAL FEES AND COMPLIANCE WITH LCC GUIDELINES (0.1); PARTICIPATE ON CALL RE: SAME (1.1); NOTES TO FILE RE: SAME (0.2).
		1.40	
PERL MW	09/08/06	0.80	PREPARE NOTICE OF MARKED EXHIBIT D TO SKADDEN'S FIRST INTERIM FEE APPLICATION, INCLUDING REVIEW OF S.D.N.Y. GENERAL ORDER AND PRECEDENT (0.6); CORRESPOND WITH WORKING GROUP RE: SAME (0.2).
PERL MW	09/09/06	0.20	REVISE NOTICE OF FILING MARKED EXHIBIT D TO SKADDEN'S FIRST INTERIM FEE APPLICATION (0.2).
PERL MW	09/11/06	3.40	REVIEW MARKED EXHIBIT D TO FIRST INTERIM FEE APP (2.4); COORDINATE RE: FILING OF SAME (0.6); FINAL PREPARATION RE: SAME, INCLUDING STRATEGIZING RE: HOW TO FILE SAME (0.4).
PERL MW	09/12/06	1.40	FINALIZE MARKED EXHIBIT D TO FIRST INTERIM FEE APPLICATION AND COORDINATE FILING AND SERVICE OF SAME (1.4).
PERL MW	09/22/06	0.30	EVALUATE DISCLOSURE RESEARCH PROCESS (0.3).
		6.10	
Total Associate/Law Clerk		27.20	
DEMMA J	09/12/06	1.30	PREPARE/FILE MARKED EXHIBIT D TO FIRST INTERIM FEE APPLICATION (1.3).
DEMMA J	09/13/06	2.10	PREPARE/FILE AFFIDAVIT OF SERVICE RE: MARKED UP EXHIBIT D TO FIRST INTERIM FEE APPLICATION (1.5); PREPARE DISTRIBUTION LIST FOR FEE APPLICATION (0.6).
DEMMA J	09/25/06	1.30	PREPARE CHARTS FOR DISCLOSURE REVIEW (1.3).
DEMMA J	09/26/06	0.70	REVIEW DISCLOSURE CHART (0.7).
		5.40	
ZSOLDOS AF	09/08/06	0.40	RUN DISCLOSURE REPORT ON NEW ENTITY (0.3); UPDATE CHART (0.1).
ZSOLDOS AF	09/19/06	0.60	PREPARE SECOND SUPPLEMENTAL DISCLOSURE RESULTS (0.6).
ZSOLDOS AF	09/26/06	2.40	COMPILE AND REVIEW CHART OF BREAKDOWN OF SKADDEN FEES BY MATTER NUMBER (2.4).
		3.40	
Total Legal Assistant		8.80	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

WORSHECK-TM	09/08/06	1.30	ASSEMBLE REDACTED TIME DETAIL FOR FIRST INTERIM FEE APPLICATION (1.3).
WORSHECK-TM	09/12/06	2.10	PREPARE AND ASSEMBLE DOCUMENTS FOR DISTRIBUTION/MAILING RE: MARKED EXHIBIT D FOR FIRST INTERIM FEE APPLICATION (2.1).
		3.40	
Total Legal Assistant Support		3.40	
TOTAL TIME		<u>44.10</u>	

* Law clerks are law school graduates who are not presently admitted to practice.

Delphi Corporation (DIP)
Retention /Fee Matters (SASM&F)

Bill Date: 10/31/06
Bill Number: 1127729

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	09/01/06	Copy Center, D	5.10
In-house Reproduction	09/15/06	Copy Center, D	465.71
In-house Reproduction	09/19/06	Copy Center, D	32.19
In-house Reproduction	09/19/06	Copy Center, D	4.70
In-house Reproduction	09/22/06	Copy Center, D	135.08
In-house Reproduction	09/22/06	Copy Center, D	398.43
In-house Reproduction	09/29/06	Copy Center, D	44.79
TOTAL IN-HOUSE REPRODUCTION			\$1,086.00
Telephone Expense	09/29/06	Telecommunications, D	0.69
Telephone Expense	09/29/06	Telecommunications, D	1.02
Telephone Expense	09/29/06	Telecommunications, D	0.10
Telephone Expense	09/29/06	Telecommunications, D	0.19
TOTAL TELEPHONE EXPENSE			\$2.00
Messengers/ Courier	09/08/06	Dist Serv/Mail/Page, D	22.05
Messengers/ Courier	09/10/06	United Parcel Service	120.95
TOTAL MESSENGERS/ COURIER			\$143.00
TOTAL MATTER			\$1,231.00